

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE LIBOR-BASED FINANCIAL INSTRUMENTS ANTITRUST LITIGATION	MDL No. 2262, 11 Civ. 2613 Master File No. 1:11-md-2262-NRB
THIS DOCUMENT RELATES TO: EXCHANGE- BASED PLAINTIFF ACTION	ECF Case

**DECLARATION OF DAVID E. KOVEL IN SUPPORT
OF THE EXCHANGE-BASED PLAINTIFFS' MOTION FOR
LEAVE TO AMEND AS TO COMMODITY EXCHANGE ACT CLAIMS
AND FILE THE SECOND AMENDED CONSOLIDATED
CLASS ACTION COMPLAINT**

I, DAVID E. KOVEL, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746, that the following is true and correct:

1. I am a member in good standing of the Bar of the State of New York, and am admitted to practice before this Court.

2. I am a member of the law firm of Kirby McInerney LLP, interim co-lead counsel for the Exchange-Based Plaintiffs. As such, I have knowledge of the matters set forth herein. I make this declaration in support of the Exchange-Based Plaintiffs' Motion for Leave to Amend as to Commodity Exchange Act Claims and File the Second Amended Consolidated Class Action Complaint.

3. Attached hereto as Exhibit A is a true and correct copy of the Exchange-Based Plaintiffs' [proposed] Second Amended Consolidated Class Action Complaint.

4. Attached hereto as Exhibit B is a true and correct copy of the Exchange-Based Plaintiffs' [proposed] Second Amended Consolidated Class Action Complaint with "redline"

edits comparing it to the Exchange-Based Plaintiffs' [proposed] Second Amended Consolidated Class Action Complaint filed with the Court on May 20, 2013 [Dkt Nos. 338-1 to 338-2].

5. An explanation of the redline is necessary. On Friday, May 17, 2013 Plaintiffs filed a Motion for Leave to Amend as to Antitrust Claims and File the Second Amended Consolidated Class Action Complaint [Dkt. No. 330]. The proposed amended complaint Plaintiffs filed in connection with that motion related to antitrust claims contains many points that are overlapping and relevant for Plaintiffs' current motion to amend in connection with CEA claims, statute of limitations and other issues. The redline uses the antitrust complaint [Dkt. No. 338-1 to 338-2] as its base and highlights (redlines) all allegations, some new for this motion and some already in existence from the last motion, relevant to the issues addressed in this motion.

6. In order to have a complete complaint that contains all the proposed allegations, both for antitrust and CEA claims for statute of limitations purposes, we have at this time consolidated all proposed amendments in one proposed Second Amended Complaint.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 23rd day of May, 2013
at New York, New York.

/s/ David E. Kovel
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